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Invoice submitted to:

Fed ID # 11-3489052

Carol's Daughter
99 Hudson Street, 6th Floor
New York, N.Y. 10013

Attn: John Elmer

Invoice Date: August 7, 2014
063881 063881 Carol's Daughter
File # 063881

Invoice # 102517
Professional services

			<u>Hours</u>	<u>Amount</u>
<u>Asset Disp</u>				
04/24/14	SPG	Continue drafting wages motion (.4); draft declaration by John Elmer in support of Motion (.4); draft proposed order for wages motion (.4)	1.20	450.00
04/24/14	SPG	Revise motion, declaration in support and proposed order for payment of prepetition accrued wages pursuant to comments by Gerard R. Luckman (.3); email client draft of same (.1)	0.40	150.00
04/24/14	SPG	Revise cash management motion and order to include case numbers; (.3), revise wages motion and order and declaration to include case numbers (.3), revise 1007 declaration to include case numbers (.2) revise corporate ownership statements for all Debtors to include case numbers (.3)	1.10	412.50
04/24/14	SPG	Begin drafting bar date motion	0.20	75.00
04/24/14	SPG	Review schedule of employee wages, salaries and commissions provided by client (.2); confer with Gerard R. Luckman regarding same (.1); revise motion and declaration in support of motion to pay prepetition wages accordingly (.2); email client revised versions of same for review and execution	0.60	225.00

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		(.1)		
04/24/14	SPG	Review CFO's comments to wages motion and declaration in support (.2); confer with Gerard R. Luckman regarding response to same (.1); revise motion and declaration to incorporate comments by CFO and Gerard R. Luckman (.1); email CFO Declaration as revised for review and execution (.1)	0.50	187.50
04/24/14	SPG	Ensure proper filing and service of motion to pay prepetition wages, motion for joint administration, motion for cash management and bank accounts	0.30	112.50
04/24/14	SPG	Continue drafting motion to pay prepetition wages	0.40	150.00
04/25/14	SPG	Revise Declaration in Support and Motion to reject unexpired leases pursuant to discussions with client (.3); draft notice of hearing for motion to reject leases (.2)	0.50	187.50
04/25/14	SPG	Email to client revised motion to reject leases and declaration in support	0.10	37.50
04/27/14	GRL	Review and revise motion to reject leases	0.30	165.00
04/28/14	SPG	Finalize motion and notice of hearing on Debtors' motion to reject unexpired leases pursuant to hearing date provided by Court (.2); ensure proper filing and service of same (.1)	0.30	112.50
04/29/14	SPG	Continue drafting bar date application (1.2); draft proposed order approving application (.8); draft notice of deadline for filing proofs of claim (.5)	2.50	937.50
04/30/14	SPG	Revise bar date application and proposed bar date order pursuant to comments by Gerard R. Luckman (.3); draft notice of presentment of bar date application for review and execution by Gerard R. Luckman (.3); ensure proper filing and service of bar date application (.2)	0.80	300.00
Subtotal		Asset Disp	<u>9.20</u>	<u>\$3,502.50</u>

Case Administration

04/24/14	GRL	Review and finalize first day motions and orders (1.7); multiple conferences with Sheryl P. Giugliano regarding same and service of pleadings (.5); calls with John Elmer regarding filing of petition, employees' images and press release (.5) review correspondence from Sheryl P. Giugliano and John Elmer (22 emails) regarding information for motions and first day hearings and duties of a debtor in possession (.9)	3.60	1,980.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Atlantic Terminal, LLC(.10); review several e-mails from	0.80	168.00

063881	Carol's Daughter	Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate Resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	Invoice # 102517	Page 3
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Stores, LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate Resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related document for CD Store 125th, LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate Resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Roosevelt Field, LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate Resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Pentagon City LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Newport Centre, LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Fox Hills, LLC(.10); review several e-mails with Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate resolution, Corporate Ownership Statement and	0.80	168.00

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		Matrix(.40); upload matrix for same(.10)		
04/24/14	AN	Confer with Sheryl P. Giugliano regarding filing of petition and related documents for CD Store Lenox Square, LLC(.10); review several e-mails from Sheryl P. Giugliano in connection with same(.20); prepare documents for ECF and ECF petition, Corporate resolution, Corporate Ownership Statement and Matrix(.40); upload matrix for same(.10)	0.80	168.00
04/24/14	GMD	E-filed Rule 1007-2 Declaration of John D. Elmer with Exhibit A in all eight cases	0.50	65.00
04/24/14	GMD	E-filed Notice of Emergency Hearing and Notice of Agenda in all eight cases(.80); send e-mail to twenty largest, Bank and U.S. Trustee regrading service of all "first day" documents(.20)	1.00	130.00
04/24/14	GMD	E-filed Wages Motion along with Exhibits and the Declaration of John D. Elmer in support in all eight cases	0.80	104.00
04/24/14	GMD	E-filed Cash Management Motion along with Exhibits in all eight cases	0.50	65.00
04/24/14	GMD	E-filed Joint Administration Motion along with exhibits in all eight cases	0.50	65.00
04/24/14	CR	Prepare binder of first day motions, petition, and related documents to be sent to court, and for Sheryl P. Giugliano in preparation for first day hearing in conjunction with filing chapter 11 case and first day hearing (4.3); draft agenda for first day hearing (.30); revise agenda pursuant to comments by Sheryl P. Giugliano (.40)	5.00	625.00
04/24/14	CR	Draft notice of agenda for first day hearings	0.50	62.50
04/24/14	SPG	Review email from client regarding inventory	0.10	37.50
04/24/14	SPG	Review email from CFO regarding press release(.1); telephone discussion with CFO and CEO and Gerard R. Luckman regarding same (.2); revise response with Gerard R. Luckman as discussed with client in connection with bankruptcy cases filed (.1)	0.40	150.00
04/24/14	SPG	Email Andres Nunez regarding revised strategy for filing petitions	0.10	37.50
04/24/14	SPG	Review revised budget for first thirty days of case (.2); email client regarding same (.1); confer with Gerard R. Luckman regarding same (.1)	0.40	150.00
04/24/14	SPG	Telephone discussion with Chambers regarding first day hearing and procedures for same (.2); confer with Gerard R. Luckman regarding same (.1); confer with Chris Rubino regarding preparing binder to send to Chambers and need to prepare agenda for first day hearing (.1); telephone dicussion with John	0.50	187.50

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		Elmer regarding first day hearing and wages motion to be prepared and filed (.1)		
04/24/14	SPG	Revise notice of hearing on first day motions	0.20	75.00
04/24/14	SPG	Draft letter to Chambers providing first day binder and agenda	0.20	75.00
04/24/14	SPG	Emails to client regarding first day filings and first day hearing scheduled by court	0.10	37.50
04/25/14	GRL	Conference call with Debtor and Sheryl P. Giugliano regarding upcoming hearings, 341 meeting and reporting requirements (.4); call with Greg Zipes regarding first day hearing (.1)	0.50	275.00
04/25/14	AN	Review e-mail from Sheryl P. Giugliano regarding retainer amount in connection with schedules(.10); draft e-mail to Sheryl P. Giugliano regarding same(.10)	0.20	42.00
04/25/14	AN	Confer with Sheryl P. Giugliano regarding retainer in preparations of SOFA for petitions	0.10	21.00
04/25/14	AN	Review Notice of Agenda of Matters Scheduled for First Day Hearing	0.10	21.00
04/25/14	AN	Confer with Sheryl P. Giugliano regarding retainer received in connection with SOFA (.1); revise all petition SOFA for same (.8)	0.90	189.00
04/25/14	ALR	Office conference with Sheryl P. Giugliano re first day hearings and strategy issues regarding motions filed	0.30	165.00
04/25/14	GMD	Prepare Affidavit of Service and e-file same with Court in all eight cases(.30); prepare letter to Court regarding courtesy copy of same(.20)	0.50	65.00
04/25/14	CR	Prepare binder of petition, first day motions, and related documents to be sent to United States Trustee's office	1.50	187.50
04/25/14	SPG	Review and respond to emails from client to schedule call regarding strategy over next few weeks (.2); review and respond to email from Gerard R. Luckman regarding discussion with UST's office, and first day hearings (.1); ensure proper service and delivery of first day documents to UST's office (.1)	0.40	150.00
04/25/14	SPG	Telephone discussion with CEO, CFO, and Gerard R. Luckman regarding strategy for first day hearing, and plan for first 30 days of cases (.2); telephone discussion with UST's office and Gerard R. Luckman regarding questions concerning first day motions and first day hearing (.2)	0.40	150.00
04/25/14	SPG	Email Office of the US Trustee responding to questions concerning first day motions	0.10	37.50

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04/25/14	SPG	Begin preparing outline for first day hearing in Debtors' cases	1.00 375.00
04/25/14	SPG	Office meeting with Adam L. Rosen to prepare for first day hearings	0.30 112.50
04/25/14	SPG	Continue preparing outline for first day hearing (1.0); review and respond to email from CEO regarding possible press release (.2); telephone discussion with Gerard R. Luckman, CEO, CFO and PR consultant regarding same (.2); review email from PR consultant regarding chapter 11 filings and related issues and revised press release (.1)	1.50 562.50
04/25/14	SPG	Office meeting with Gerard R. Luckman to prepare for first day hearing	0.40 150.00
04/25/14	SPG	Continue preparing for first day hearing and revise outline for same pursuant to discussions with Gerard R. Luckman and Adam L. Rosen	1.20 450.00
04/27/14	GRL	Office meeting with Sheryl P. Giugliano to prepare for first day hearing (.4); telephone discussion with Sheryl P. Giugliano, CEO, CFO and PR consultant regarding same (.2); review email from PR consultant regarding chapter 11 filings and related issues and revised press release (.1) telephone discussion with CEO, CFO, and Sheryl P. Giugliano regarding strategy for first day hearing, and plan for first 30 days of cases (.2); telephone discussion with UST's office and Sheryl P. Giugliano regarding questions concerning first day motions and first day hearing (.2)	1.10 605.00
04/27/14	SPG	Review and respond to email from client regarding preparation for first day hearings (.1); prepare for first day hearings (1.00)	1.10 412.50
04/28/14	GRL	prepare for and attend first day hearings and related conference with John Elmer regarding same	2.50 1,375.00
04/28/14	GRL	Review correspondence from Richard Dantas (3 emails and replies) regarding press release and communicating with media and employees	0.30 165.00
04/28/14	AN	Review several e-mails from Sheryl P. Giugliano and Richard Dantas regarding filing and joint administration of cases	0.20 42.00
04/28/14	AN	Confer with Sheryl P. Giugliano regarding First Day hearing and preparation of schedules for ECF (.1); revise, print and assemble draft schedules (.8); confer with Sheryl P. Giugliano regarding same (.1); prepare same for ECF (.4);	1.40 294.00
04/28/14	AN	Review Orders approving Joint Administration for all cases	0.20 42.00

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04/28/14	AN	Review e-mail from Sheryl P. Giugliano enclosing first day orders	0.10 21.00
04/28/14	GMD	E-filed Notice of Final Hearing and entry of Interim Orders(.10); prepare and e-file Affidavit of Service for same(.20); prepare letter to Court regarding courtesy copy of documents(.10)	0.50 65.00
04/28/14	GMD	E-file Notice of Hearing and Motion Authorizing and Approving Rejection of Certain Unexpired Leases including exhibits A and B(.20); e-file Declaration of John D. Elmer in Support(.10); prepare and e-file Affidavit of Service for same(.20); prepare letter to the Court regarding courtesy copy of documents(.20)	0.70 91.00
04/28/14	SPG	Prepare for first day hearings	1.50 562.50
04/28/14	SPG	Prepare for and attend with Gerard R. Luckman first day hearing for Debtors' cases	2.50 937.50
04/28/14	SPG	Finalize interim cash management order and email to UST's office for confirmation of no objection	0.20 75.00
04/28/14	SPG	Review email from UST's office regarding no objection to proposed interim cash management order and revise order accordingly (.1); finalize interim order authorizing prepetition wages to be paid (.1); email to Court proposed inteirm order authorizing payment of prepetition wages, use of cash management, and order directing joint administration (.1)	0.30 112.50
04/28/14	SPG	Provide final comments to Debtors' Schedules and SOFA's prior to filing	0.70 262.50
04/28/14	SPG	Review order directing joint administration of Debtors' cases (.1); email to UST's office draft Rule 2016(b) Statement for review and comment (.1)	0.20 75.00
04/28/14	SPG	Review interim order authorizing payment of prepetition wages, salaries and commissions (.1); review interim order authorizing Debtors' to continue using cash management system and bank accounts (.1); email Debtors' CFO and CEO regarding same, and next scheduled hearing date (.1); draft notice of entry of interim orders and final hearing (.2); ensure proper filing and service of same with interim orders (.2)	0.70 262.50
04/29/14	GRL	Telephone call from R. Tucker of Simon Properties regarding lease rejections; call with Sheryl P. Giugliano regarding same	0.20 110.00
04/29/14	AN	Draft letter to Chambers enclosing schedules binder of schedules	0.20 42.00
04/29/14	AN	Confer with Sheryl P. Giugliano regarding revisions and ECF of schedules (.1); continue to revise petition	1.40 294.00

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		schedules for all entities in preparation of ECF (.6); ECF same (.5); review e-mail from Sheryl P. Giugliano regarding preparation of binders for same (.1); draft e-mail to Sheryl P. Giugliano regarding same (.1)		
04/29/14	AN	Print and assemble binders of ECF schedules for all entities (.8); draft table of contents for same (.2)	1.00	210.00
04/29/14	AN	Prepare Fed Ex Ship request for package to Chambers and United States Trustee enclosing schedules binder	0.10	21.00
04/29/14	AN	Finalize letter to Chambers enclosing schedules binder	0.10	21.00
04/29/14	SPG	Confer with Gerard R. Luckman regarding inquiry from Simon Property's in house counsel concerning motion to reject; email Simon Property's in house counsel regarding same	0.20	75.00
04/29/14	SPG	Revise binder of Debtor's schedules and SOFA's filed to send to UST's office	0.20	75.00
04/30/14	GRL	Revise bar date application, order and notice (.4); conference with Sheryl P. Giugliano regarding conforming revisions and filing of application (.1)	0.50	275.00
04/30/14	GMD	E-filed Notice of Presentment and Application to Employ SilvermanAcampora LLP along with Declaration of G. Luckman and Proposed Order(.20); prepare and e-file Affidavit of Service for same(.20); prepare letter to Court regarding courtesy copy of documents(.10)	0.50	65.00
04/30/14	GMD	E-filed Debtors' Application for Order Establishing deadlines and procedures for filing proofs of claim with exhibits(.30); prepare and e-file Affidavit of Service for same(.20)	0.50	65.00
04/30/14	GMD	E-file Amended Notice of Hearing regarding Retention Application of SilvermanAcampora LLP; prepare and e-file Affidavit of Service for same	0.20	26.00
04/30/14	GMD	E-file Statement pursuant to Bankruptcy Rule 2016(b); prepare letter to Court regarding courtesy copy of same	0.20	26.00
04/30/14	SPG	Revise Rule 2016(b) statement and email revised Statement to UST's office for review and comment	0.20	75.00
04/30/14	SPG	Revise letter to Chambers regarding Debtors' retention application, notice of hearing filed, and bar date application filed	0.20	75.00
05/01/14	GRL	Telephone call from US Trustee's office to schedule the initial debtor interview	0.10	55.00
05/01/14	SPG	Review and respond to email from client regarding	0.40	150.00

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05/02/14	GRL	Review correspondence (5 emails) from John Elmer and Sheryl P. Giugliano regarding cash management, DIP accounts and insurance	0.40	220.00
05/02/14	SPG	Review email from Gerard R. Luckman and attached list of documents required for initial debtor interview with UST's analyst (.2); email CFO regarding same (.1); review and respond to email from CFO regarding compiling required documents (.1)	0.40	150.00
05/05/14	GRL	Review correspondence (4 emails) from Sheryl P. Giugliano and Wells Fargo regarding opening DIP accounts	0.20	110.00
05/06/14	SPG	Review and respond to email from Wells Fargo regarding cash management order (.2); review letter from Wells Fargo regarding adding "debtor in possession" to names on bank accounts (.2)	0.40	150.00
05/07/14	GRL	Review correspondence Sheryl Giugliano, John Segreto and John Elmer regarding scheduling and conducting initial debtor interview (seven emails)	0.30	165.00
05/07/14	SPG	Review email from UST's analyst to Gerard R. Luckman regarding initial debtor interview (.1); follow-up email to CFO regarding same (.1); review email from CFO regarding preparation and dates for IDI (.1) email UST's analyst regarding same (.1)	0.40	150.00
05/07/14	SPG	Email CFO to schedule IDI with UST's office	0.10	37.50
05/07/14	SPG	Review and respond to email from UST's analyst scheduling initial debtor interview; email Debtors' CFO regarding same	0.20	75.00
05/07/14	SPG	Listen to voicemail from UST's office regarding issues with joint administration order; leave voicemail for UST to resolve issues with joint administration order	0.10	37.50
05/07/14	SPG	Review certificate of liability insurance and evidence of commercial property insurance provided by client in connection with Initial Debtor Interview (.2); email Andres Nunez regarding preparation for Initial Debtor Interview (.1)	0.30	112.50
05/08/14	GRL	Review correspondence (3 emails and attachments) from Sheryl P. Giugliano, Andres Nunez and John Elmer regarding preparation for the initial debtor interview and documents to be provided	0.20	110.00
05/08/14	AN	Review e-mail from Sheryl P. Giugliano regarding preparation of binders in anticipation of Initial Debtor Interview	0.10	21.00

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05/08/14	AN	Print and prepare binder for United States Trustee in anticipation of Initial Debtor Interview	2.00	420.00
05/08/14	AN	Draft e-mail to Sheryl P. Giugliano regarding password for 2012 tax return PDF; review e-mail from same regarding same	0.20	42.00
05/08/14	AN	Draft e-mail to Sheryl P. Giugliano regarding remaining documents required for IDI binder to United States Trustee	0.10	21.00
05/08/14	AN	Review e-mail from John Elmer enclosing DIP account change information, insurance documents and voided check; print and add to IDI binders	0.30	63.00
05/08/14	SPG	Review and respond to email from Andres Nunez regarding missing documents required for initial debtor interview per UST checklist; email client regarding same	0.20	75.00
05/08/14	SPG	Telephone discussion with UST's office regarding form of joint administration order; email UST's office regarding same	0.20	75.00
05/09/14	AN	Review e-mail from Sheryl P. Giugliano regarding IDI binder documents	0.10	21.00
05/12/14	AN	Review e-mail from Sheryl P. Giugliano regarding follow up documents for IDI binder	0.10	21.00
05/12/14	AN	Review e-mail from John Elmer regarding Initial Debtor Interview documents	0.10	21.00
05/12/14	SPG	Finalize proposed order establishing bar date and exhibits (.1); draft email to Court providing proposed order and requesting entry of same (.1)	0.20	75.00
05/12/14	SPG	Email CFO regarding documents outstanding for initial debtor interview to send to UST's analyst	0.10	37.50
05/12/14	SPG	Review and respond to email from CFO regarding outstanding documents to send to UST's analyst for initial debtor interview	0.10	37.50
05/13/14	GMD	E-filed Notice of Deadline for filing Proofs of Claim; prepare and e-file Affidavit of Service for same; prepare letter to Court regarding courtesy copy of documents	0.50	65.00
05/13/14	SPG	Email to client copy of bar date order and information regarding upcoming initial debtor interview	0.10	37.50
05/14/14	GRL	Review correspondence from John Elmer, Sheryl P. Giugliano and Andres Nunez regarding IDI documents and claims filed (5 emails)	0.30	165.00
05/14/14	AN	Prepare labels for Initial Debtor Interview binders	0.20	No Charge
05/14/14	AN	Review e-mail from Sheryl P. Giugliano regarding IDI binder documents; draft e-mail to same regarding preparation of binders	0.20	42.00

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05/14/14	AN	Prepare additional IDI binder in anticipation of Initial Debtor Interview	0.30	63.00
05/14/14	AN	Review returned mail and draft e-mail to John Elmer regarding same	0.20	42.00
05/14/14	AN	Review e-mail from John Elmer regarding returned mail	0.10	21.00
05/14/14	SPG	Review and respond to email from John Elmer regarding current addresses for non-operating Debtors	0.20	No Charge
05/14/14	SPG	Email CFO regarding documents to provide to UST's analyst for initial debtor interview	0.10	37.50
05/15/14	AN	Review e-mail from John Elmer enclosing aged A/R list; Balance Sheet, profit and loss statement and inventory list; print same and add to IDI binders	0.30	63.00
05/15/14	AN	Review mailing matrix for Fox Hills and 125th and draft e-mail to Sheryl P. Giugliano regarding returned mail; review e-mail from Sheryl P. Giugliano regarding same	0.30	63.00
05/15/14	SPG	Review and respond to email from CFO regarding issues with bank and initial debtor interview preparation; email Gerard R. Luckman regarding same	0.20	75.00
05/16/14	GRL	Review correspondence from Sheryl P. Giugliano, John Elmer regarding certification for the United States Trustee, IDI documents, contract from Nebraska and Workers Comp coverage (16 emails)	0.80	440.00
05/16/14	GRL	Review materials being sent to the UST for the initial debtor interview(.30); and discuss with Sheryl P. Giugliano tax information related to the debtors(.10)	0.40	220.00
05/16/14	AN	Review e-mail from Sheryl P. Giugliano regarding insurance documents to be included in IDI binder	0.10	21.00
05/16/14	AN	Review returned mail from service of section 341 meeting of creditors; draft e-mail to Sheryl P. Giugliano regarding same	0.20	42.00
05/16/14	AN	Confer with Sheryl P. Giugliano regarding IDI binders for United States Trustee	0.10	21.00
05/16/14	AN	Review e-mails from John Elmer and Sheryl P. Giugliano regarding insurance documents	0.10	21.00
05/16/14	AN	Review e-mail from John Elmer enclosing Workers' Compensation Insurance document; draft e-mail to Sheryl P. Giugliano regarding same; print and add to IDI binders	0.20	42.00
05/16/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding inventory list and warehouse in connection with IDI binders for United States Trustee	0.10	21.00

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05/16/14	AN	Review e-mail from Sheryl P. Giugliano enclosing revised inventory list; print same and organize IDI binders in connection with same	0.20	42.00
05/16/14	AN	Revise IDI binders in anticipation of mailing to United States Trustee	0.30	63.00
05/16/14	AN	draft letter to United States Trustee enclosing IDI binder	0.20	42.00
05/16/14	AN	Finalize letter to United States Trustee enclosing IDI binder	0.10	21.00
05/16/14	AN	Prepare fed ex ship request for IDI package to United States Trustee	0.10	21.00
05/16/14	AN	Confer with Sheryl P. Giugliano regarding mailing of IDI binders to United States Trustee and client	0.20	42.00
05/16/14	AN	Draft letter to John Elmer enclosing IDI binder	0.20	42.00
05/16/14	AN	Finalize letter to John Elmer enclosing IDI binder	0.10	21.00
05/16/14	AN	prepare Fed Ex ship request for package to John Elmer enclosing IDI binder	0.10	21.00
05/16/14	AN	Review e-mails from Sheryl P. Giugliano regarding service address of binders to United States Trustee	0.10	21.00
05/16/14	AN	Review e-mail from Sheryl P. Giugliano regarding returned mail and update service list for same	0.20	42.00
05/16/14	SPG	Email UST analyst regarding preparation for initial debtor interview	0.10	37.50
05/16/14	SPG	Review email from UST's office regarding certification for initial debtor interview; email client regarding same and issues with Wells Fargo concerning DIP Accounts	0.20	75.00
05/16/14	SPG	Review binder of documents to send to UST analyst, prepared by Andres Nunez, for initial debtor interview (.4); email CFO regarding missing documents (.1)	0.50	187.50
05/16/14	SPG	Review and respond to email from CFO regarding missing documents for initial debtor interview; review and respond to email from CFO regarding schedule of physical inventory as part of package to send to UST for Initial Debtor Interview	0.30	112.50
05/16/14	SPG	Confer with Gerard R. Luckman regarding documents to be sent to UST for initial debtor interview; email UST analyst regarding same	0.20	75.00
05/16/14	SPG	Review and respond to emails (2) from UST's analyst regarding documents to be produced for IDI (.2); email Debtor's CFO regarding same (.1); review email from Debtor's CFO regarding same (.1); review email from Gerard R. Luckman regarding same (.1)	0.40	150.00
05/16/14	SPG	Review letter received from taxing authority and	0.30	112.50

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		confer briefly with Gerard R. Luckman regarding same (.2); email CFO regarding same and need to respond (.1)	
05/18/14	GRL	Review correspondence from Six emails with John Elmer and Sheryl P. Giugliano regarding documents for the initial Debtor interview and tax returns	0.30 165.00
05/19/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding IDI checklist	0.10 21.00
05/19/14	AN	Review e-mail from John Elmer enclosing 2012 and 2013 tax returns; draft e-mail to Sheryl P. Giugliano regarding same	0.10 21.00
05/19/14	AN	Review e-mail from Sheryl P. Giugliano regarding 2012 and 2013 tax returns; print and review same	0.20 42.00
05/19/14	AN	Prepare compact disc for United States Trustee enclosing 1065 tax returns for years 2012 and 2013	0.10 21.00
05/19/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding IDI Certification	0.10 21.00
05/19/14	AN	Review e-mail from John Elmer regarding lease dates, rent and enclosing spreadsheet for insurance policies; review spreadsheet	0.10 21.00
05/19/14	AN	Review e-mail from Sheryl P. Giugliano to John Elmer enclosing completed Certification & Checklist with Exhibits in anticipation of Initial Debtor Interview	0.10 21.00
05/19/14	ALR	Conference with S. Giugliano re plan issues and plan strategy	0.40 220.00
05/19/14	SPG	Review CFO's email with questions regarding certification and checklist (.1); complete certification and checklist in preparation for initial debtor interview and for review and comment by CFO (.8); email CFO regarding same (.1)	1.00 375.00
05/19/14	SPG	Complete Certification for IDI pursuant to email and information provided by CFO (.3); prepare exhibits to Certification for IDI pursuant to email and information provided by CFO (.4); email CFO completed IDI with Exhibits for review and execution (.1)	0.80 300.00
05/20/14	GRL	Review correspondence from Sheryl P. Giugliano, John Elmer regarding information for Initial Debtor Interview (5 emails); draft reply	0.30 165.00
05/20/14	AN	Review e-mail from John Elmer enclosing signature pages for Certification & Checklist in anticipation of Initial Debtor Interview	0.10 21.00
05/20/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding signature pages for certification and checklist; review additional signature pages	0.10 21.00
05/20/14	AN	Confer with Sheryl P. Giugliano regarding mailing of	0.30 63.00

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		tax returns and certification and checklist to United States Trustee; make copies of checklist and revise binders for consolidated tax returns		
05/20/14	AN	Draft letter to John Segretto enclosing compact disc with 2012, 2013 tax returns and certification and checklist	0.20	42.00
05/20/14	AN	Finalize letter to John Segretto enclosing compact disc with 2012, 2013 tax returns and certification and checklist	0.10	21.00
05/20/14	AN	Prepare Fed Ex ship request for package to United States Trustee enclosing tax returns and checklist	0.10	21.00
05/20/14	AN	Confer with Sheryl P. Giugliano regarding e-mail to United States Trustee enclosing Checklist and tax returns; pdf checklist and draft e-mail to John Segreto enclosing checklist and tax returns	0.30	63.00
05/20/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding position statement	0.10	21.00
05/20/14	AN	Review e-mail from Gerard R. Luckman regarding landlord responses and one year payments analysis	0.10	21.00
05/20/14	SPG	Review and respond to CFO regarding executed Certification for IDI and include executed	0.20	75.00
05/20/14	SPG	Review and respond to email from CFO regarding improvement of position analysis to be drafted, and status of communications with landlords, if any	0.20	75.00
05/21/14	SPG	Telephone discussion with UST Analyst regarding documents sent for Initial Debtor Interview; confer with Gerard R. Luckman regarding same	0.20	75.00
05/22/14	AN	Confer with Sheryl P. Giugliano regarding binder for Initial Debtor Interview	0.10	21.00
05/22/14	AN	Review e-mail form Sheryl P. Giugliano regarding Initial Debtor Interview	0.10	21.00
05/22/14	SPG	Email CFO regarding preparation for Initial Debtor Interview	0.10	37.50
05/22/14	SPG	Prepare for and attend Initial Debtor Interview with CFO and UST's Analyst	3.60	1,350.00
05/23/14	GRL	Review correspondence from John Elmer regarding intercompany debts	0.10	55.00
05/23/14	AN	Review e-mail from John Elmer regarding P/L statement in connection with loans from parent company to fund operating loss	0.10	21.00
05/27/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding adjournment of hearings on Final Order for Prepetition Wages, Final Order for Cash Management/Bank Account; Motion to Reject Unexpired Leases; and SilvermanAcampora	0.10	21.00

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05/27/14	AN	Review e-mail from Sheryl P. Giugliano regarding United States Trustee issues in anticipation of hearings	0.10	21.00
05/27/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding DIP bank statements	0.10	21.00
05/27/14	AN	Review ECF Notice of Adjournment of Hearing on Final Order for Prepetition Wages, Final Order for Cash Management/Bank Account; Motion to Reject Unexpired Leases; and SilvermanAcampora Retention Application	0.10	21.00
05/27/14	SPG	Review and respond to email from CFO regarding attendance at upcoming hearing on motion to reject unexpired leases and 341(a) Meeting of Creditors	0.10	37.50
05/27/14	SPG	Draft final orders granting motion to pay prepetition wages and authorizing use of existing cash management system and bank accounts for review by Gerard R. Luckman	0.50	187.50
05/27/14	SPG	Confer with Gerard R. Luckman regarding proposed final orders and requesting permission to appear telephonically at hearing or adjourn to May 29 when firm will be in Court on another matter (.1); email UST proposed orders for review and requesting consent to adjourn or appear telephonically at hearing (.1)	0.20	75.00
05/27/14	SPG	Telephone discussion with Chambers regarding adjournment of hearing (.1); email Debtor's CFO regarding same (.1); email UST's office regarding same (.1); draft notice of adjournment of hearing (.3); telephone discussion with UST's office regarding adjournment of hearing and preparation for 341 Meeting of Creditors (.2)	0.80	300.00
05/27/14	SPG	Review email from CFO regarding name change on bank statements (.1); email UST's office regarding same (.1); ensure proper filing and service of Notice of Adjournment of Hearing from May 28 to May 29 (.2)	0.40	150.00
05/27/14	SBK	Prepare service and file via ECF Notice of Adjournment of Hearing (hearing initially scheduled for 05/28/2014 at 2:00 pm is adjourned to 05/29/2014 at 10:00 am along with affidavit of service for same	0.40	No Charge
05/28/14	GRL	Review correspondence from Sheryl P. Giugliano regarding financial analysis of inter company claims (.1); review notice of agenda (.1)	0.20	110.00
05/28/14	GRL	Review pleadings and memo in preparation for hearing on final approval of first day matters, lease	0.70	385.00

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		rejections and retention for hearing on May 29th.		
05/28/14	AN	Review ECF Notice of Affidavit of Service of Notice of Adjournment of Hearings	0.10	21.00
05/28/14	AN	Confer with Sheryl P. Giugliano regarding hearings scheduled for 5/29/14 and preparation of documents for same; review PACER docket for Motions scheduled (.3); print and assemble files for hearing (1.2)	1.50	315.00
05/28/14	CR	Draft agenda for May 29, 2014 hearings	0.50	125.00
05/28/14	CR	Review and revise agenda for May 29, 2014 hearings	0.10	25.00
05/28/14	SPG	Review email from CFO regarding questions concerning improvement of position analysis; email Gerard R. Luckman regarding same	0.20	75.00
05/28/14	SPG	Draft memo to Gerard R. Luckman in preparation for hearing on final order for cash management and prepetition wages motions, as well as application to employ SilvermanAcampora LLP as Debtors' counsel, and motion to reject leases	1.10	412.50
05/28/14	SPG	Provide comments to agenda for May 29, 2014 hearing	0.10	37.50
05/28/14	SPG	Email to Chambers copy of Agenda for May 29, 2014 hearing	0.10	37.50
05/28/14	SBK	File via ECF - Notice of Agenda of Matters Scheduled for Hearing on 05/29/2014 at 10:00 am	0.20	No Charge
05/29/14	GRL	prepare for and attend final hearing on first day motions and hearing on lease rejections	2.40	1,320.00
05/29/14	AN	Confer with Sheryl P. Giugliano regarding service of Order Rejecting Leases(.10); review same and prepare mailing labels for same(.20); draft Affidavit of Service for same(.20)	0.50	105.00
05/29/14	AN	Confer with Sheryl P. Giugliano regarding documents to prepare for section 341 meeting(.10); review file and assemble same(.30)	0.40	84.00
05/29/14	AN	Review returned mail, research for better address for same and reserve	0.20	42.00
05/29/14	AN	Review e-mail from Sheryl P. Giugliano enclosing proposed orders for retention of SilvermanAcampora and Authorizing rejection of leases	0.10	21.00
05/29/14	AN	Review e-mail from Sheryl P. Giugliano enclosing Orders; PDF and review same	0.20	42.00
05/29/14	AN	Review e-mail from Sheryl P. Giugliano to John Elmer enclosing Orders in connection with hearing held on 5/29/14	0.10	21.00

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05/29/14	AN	Confer with Sheryl P. Giugliano regarding service of Final Orders; review Orders for service parties.(3); prepare labels for same; prepare Affidavit of Service for same (.3)	0.60 126.00
05/29/14	SPG	Revise proposed final orders for wages and cash management to refer to adjournment of final hearing; email to Chambers proposed final orders for entry	0.30 112.50
05/29/14	SPG	Telephone discussion with Gerard R. Luckman regarding hearing on entry of proposed final final orders, retention application and motion to reject leases (.2); email proposed order authorizing retention and proposed order rejected leases to Chambers (.1)	0.30 112.50
05/29/14	SPG	Email to chambers copies of proposed order authorizing rejection of unexpired leases and proposed order authorizing retention of SilvermanAcampora	0.10 37.50
05/29/14	SPG	Review orders entered approving rejection of unexpired leases and retention of SilvermanAcampora as well as final orders approving payment of prepetition wages and use of cash management system (.2); email client copies of orders entered and future hearing dates (.1); ensure proper service of applicable orders (.2)	0.50 187.50
05/29/14	SPG	Ensure proper service of final orders regarding use of existing cash management system and payment of prepetition wages, as well as order rejecting leases, pursuant to requirements of applicable orders	0.20 75.00
05/30/14	GRL	Review correspondence from Sheryl P. Giugliano regarding Con Ed deposit (.1); conference with Sheryl P. Giugliano regarding same (.1);	0.20 110.00
05/30/14	AN	PDF and ECF Affidavit of Service of Final Orders Authorizing Payment of Wages and Cash Management System	0.20 42.00
05/30/14	AN	PDF and ECF Affidavit of Service of Order Rejecting Leases	0.20 42.00
05/30/14	AN	Draft letter to Chambers enclosing Affidavits of Service of Final Orders for Payment of Wages, Continuation of Cash Management System and Order Rejecting Leases	0.20 42.00
05/30/14	AN	Finalize letter to Chambers enclosing Affidavits of Service of Final Orders for Payment of Wages, Continuation of Cash Management System and Order Rejecting Leases	0.10 21.00
05/30/14	AN	Review e-mail from Richard Dantas regarding dates for rejection of leases and entry of Final Orders	0.10 21.00

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06/02/14	SPG	Review sample Monthly Operating Report form on UST Website as requested by client; email copy to client in connection with need to draft June 2014 Report	0.20	75.00
06/06/14	GRL	Review correspondence from Sheryl P. Giugliano to John Elmer regarding utility deposits, claims filed and operating reports	0.10	55.00
06/06/14	SPG	Review email from CFO regarding status of investigation of claims and monthly operating reports	0.10	37.50
06/09/14	GRL	Review correspondence from and between John Elmer and Sheryl P. Giugliano regarding operating reports (4 emails)	0.20	110.00
06/09/14	SPG	Review and respond to email from John Elmer regarding monthly operating reports	0.10	37.50
06/10/14	GRL	Review correspondence from John Elmer regarding consolidated operating reports and Sheryl P. Giugliano 's reply	0.20	110.00
06/11/14	GRL	Review correspondence from John Elmer regarding questions regarding operating report details (.1); conference with Sheryl P. Giugliano regarding same (.1)	0.20	110.00
06/12/14	GRL	Review correspondence from John Elmer and Sheryl P. Giugliano 's response regarding questions on the debtors' operating reports	0.20	110.00
06/12/14	SPG	Review draft monthly operating report by CFO for April stub period (.2); confer with Gerard R. Luckman regarding comments to report (.1); email to CFO regarding same (.1)	0.40	150.00
06/12/14	SPG	Review and respond to email from CFO regarding additional revisions to monthly operating report, and review revised report	0.20	75.00
06/12/14	SPG	Telephone discussion with CFO regarding revisions to monthly operating report	0.20	75.00
06/12/14	SPG	Brief telephone discussion with CFO regarding revisions to monthly operating report	0.10	37.50
06/13/14	GRL	Review correspondence(8 emails) from John Elmer and Sheryl P. Giugliano regarding addressing issue with severance payments made without approval	0.50	275.00
06/13/14	SPG	Review further revised April 2014 monthly operating report by CFO, and email CFO regarding same	0.20	75.00
06/13/14	SPG	Review and respond to emails (2) from CFO concerning payments to employees	0.20	75.00
06/16/14	SPG	Review May 2014 draft monthly operating report (.2); email CFO questions regarding same (.1)	0.30	112.50
06/16/14	SPG	Review and respond to emails (2) from CFO	0.20	75.00

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		regarding revision to May monthly operating report	
06/16/14	SPG	Review further revised May 2014 monthly operating report (.1); confer with Gerard R. Luckman regarding same (.1); email client regarding same (.1)	0.30 112.50
06/16/14	SPG	Email CFO regarding DIP bank statements to attach to monthly operating reports	0.10 37.50
06/17/14	GRL	Review correspondence from John Elmer regarding utility deposits; conference with Sheryl P. Giugliano regarding same	0.20 110.00
06/17/14	GMD	E-file Monthly Operating Report for the period April 24-30, 2014 and May 1-31, 2014(.20); prepare letter to the United States Trustee and Chambers enclosing copies of same(.20)	0.40 52.00
06/17/14	SPG	Review email from CFO regarding utilities(.1); telephone discussion with utility regarding same (.2); telephone discussion with CFO regarding same (.1)	0.40 150.00
06/19/14	GRL	Telephone discussion with Sheryl P. Giugliano and UST's office regarding severance payments made by Debtor and proposed solution to notify interested parties	0.20 110.00
06/19/14	SPG	Telephone discussion with Gerard R. Luckman and UST's office regarding severance payments made by Debtor and proposed solution to notify interested parties	0.20 75.00
06/19/14	SPG	Draft notice of presentment of proposed amended final order in connection with post-petition payment of pre-petition severance claims	0.60 225.00
06/20/14	GRL	Review and revised notice, declaration and proposed order regarding severance payments	0.30 165.00
06/20/14	SPG	Draft Declaration of John Elmer in support of entry of proposed amended final order authorizing payment of severance obligations (.6); draft proposed amended final order (.4); revise Declaration and proposed amended final order for review by Gerard R. Luckman (.2)	1.20 450.00
06/20/14	SPG	Revise Notice of Presentment, Declaration by John Elmer, and proposed Amended Final Wages Order pursuant to comments by Gerard R. Luckman (.3); email to CFO regarding same (.1)	0.40 150.00
06/23/14	GRL	Review correspondence from Sheryl P. Giugliano and John Elmer regarding severance issue and payments made (4 emails)	0.20 110.00
06/23/14	SPG	Email Debtor's CFO regarding proposed amended final wages order and need to file documents related to same	0.10 37.50

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06/23/14	SPG	Review and respond to email from CFO regarding Declaration in support of amended final wages order to pay severance (.2); finalize Notice of Presentment and proposed Amended Final Order accordingly (.1)	0.30 112.50
06/24/14	GRL	Review correspondence from Sheryl P. Giugliano and John Elmer regarding payment of severance and correcting the record (4 emails and attachments)	0.40 220.00
06/24/14	GMD	E-filed proposed Amended Final Order Authorizing Employee Wages along with the Declaration of John D. Elmer and Notice of Presentment; upload proposed Final Order to the docket; prepare letter to Chambers regarding courtesy copy of same	0.50 65.00
06/24/14	SPG	Review email from CFO regarding amount of severance paid and need to revise documents to be filed with Court (.1); review Schedule proposed by CFO's revise Notice, Declaration and proposed Order accordingly for review and execution by Gerard R. Luckman and client (.2)	0.30 112.50
06/30/14	GMD	Prepare and e-file Affidavit of Service for the Amended Final Order Authorizing Payment of Accrued Employee Wages	0.20 26.00
07/02/14	AN	Review Amended Final Order Authorizing Payment of Accrued pre-petition Accrued Employee Wages, Salaries, Commissions, Severance and Related Taxes and Payment of Employee Benefits, and Authorizing and Directing Bank to Honor Employee Wage, Salary, Commission, and Severance Checks signed on 6/30/2014	0.10 No Charge
07/10/14	GRL	Review correspondence from John Elmer regarding insurance policies; draft reply (.1); review correspondence from Sheryl P. Giugliano regarding same (.1)	0.20 110.00
07/10/14	SPG	Review email from CFO regarding insurance policies for non-debtor premises; confer with Gerard R. Luckman regarding same; email CFO regarding same	0.20 75.00
07/14/14	GMD	E-filed Debtors' Application conditionally approving Debtors' Proposed Disclosure Statement(.10); prepare letter to Court regarding courtesy copy of same(.30); upload order to docket(.10); prepare and e-file Affidavit of Service for same(.20)	0.70 91.00
07/14/14	GMD	E-filed Plan of Reorganization and Disclosure Statement with exhibits	0.20 26.00
07/15/14	GRL	Review correspondence from Sara Randazzo regarding case status and plan (.1); call with Sheryl P. Giugliano regarding responding to inquiry (.1); call with Debtors regarding same (.1)	0.30 165.00

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07/15/14	GRL	Review correspondence from Sheryl P. Giugliano to reporter regarding plan provisions	0.10	55.00
07/15/14	SPG	Review and respond to email from Wall Street Journal regarding Plan (.2); email Debtor's CEO and CFO regarding same (.1); review email from Wall Street Journal regarding Plan and email CEO and CFO regarding same (.2)	0.50	187.50
07/15/14	SPG	Telephone discussion with Gerard R. Luckman and Debtor regarding emails from Wall Street Journal	0.20	75.00
07/15/14	SPG	Telephone discussion with CEO regarding inquiries by Wall Street Journal reporter	0.10	37.50
07/16/14	GRL	Review correspondence from John Elmer and Sheryl P. Giugliano regarding operating reports and NYS claim; review correspondence from John Elmer regarding bank statements	0.10	55.00
07/16/14	SPG	Review June 2014 Monthly Operating Report prepared by CFO (.2); email CFO regarding bank statements and MOR (.1)	0.30	112.50
07/17/14	AN	Confer with Sheryl P. Giugliano regarding uploading redline of Amended Disclosure Statement (.2); review e-mail from Sheryl P. Giugliano enclosing same (.1); PDF same and draft e-mail to Sheryl P. Giugliano regarding exhibits for same (.2); revise Amended Disclosure Statement (.2)	0.70	147.00
07/17/14	AN	Draft letter to chambers enclosing Amended Plan and Disclosure Statement	0.20	42.00
07/17/14	AN	Confer with Sheryl P. Giugliano regarding service of disclosure statement	0.20	42.00
07/17/14	AN	Draft letter to chambers and United States Trustee enclosing Amended Disclosure Statement and Amended Plan	0.20	42.00
07/17/14	AN	Confer with Sheryl P. Giugliano regarding ECF of Amended Plan; prepare and ECF Amended Plan	0.40	84.00
07/17/14	MC	E File Monthly Operating Report for the Period of June 1-30, 2014	0.10	No Charge
07/18/14	AN	Confer with Sheryl P. Giugliano regarding service of Solicitation package(.2); prepare service of same (.8)	1.00	210.00
07/18/14	AN	Confer with Sheryl P. Giugliano regarding exhibits for solicitation package and preparation of affidavit of service for same	0.20	42.00
07/18/14	AN	Draft e-mail to Sheryl P. Giugliano enclosing PDF of solicitation package	0.10	21.00
07/21/14	AN	Revise Affidavit of Service per Sheryl P. Giugliano comments	0.20	42.00

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07/21/14	AN	Draft Affidavit of Service for Solicitation package	0.80 168.00
07/22/14	AN	Confer with Sheryl P. Giugliano regarding service of Solicitation Package to D'Agostino Levine and Affidavit of Service of same	0.20 No Charge
07/22/14	AN	Draft Affidavit of Service for Solicitation Package to D'Agostino Levine	0.30 No Charge
07/22/14	AN	Make copies of Solicitation Package; prepare for and serve to D'Agostino Levine	0.20 No Charge
07/22/14	AN	Prepare and ECF Supplemental Affidavit of Service for Solicitation Package	0.20 No Charge
07/22/14	AN	Prepare and ECF Affidavit of Service for Solicitation Package	0.20 42.00
07/22/14	AN	Draft letter to Chambers enclosing Affidavits of Service for Solicitation Package	0.20 42.00
07/22/14	AN	Finalize letter to Chambers enclosing Affidavits of Service for Solicitation Package	0.10 21.00
07/30/14	AN	Review returned mail from service of Disclosure Statement and Plan; research for better address and mail	0.20 42.00
Subtotal		Case Administration	109.00 \$34,332.00

Claims Admin/Ob

05/08/14	AN	Review Proof of Claim filed on behalf of NYS Department of Tax and Finance	0.10 21.00
05/13/14	SPG	Review order entered by Court establishing bar date and approving notice procedures for same, as well as Notice (.2); ensure proper service of same (.3)	0.40 150.00
05/14/14	SPG	Review proof of claim filed by NYS Dept of Tax and Finance (.2); email CFO regarding same (.1)	0.30 112.50
05/14/14	SPG	Review email from John Elmer regarding proof of claim filed by NYS Dept of Tax and Finance	0.10 37.50
05/19/14	GRL	Review correspondence from Sheryl P. Giugliano and John Elmer regarding bar date issues and claims resolution (5 emails)	0.30 165.00
05/19/14	SPG	Review and respond to email from John Elmer regarding governmental versus general bar dates and requirements under the Bankruptcy Code	0.20 75.00
05/19/14	SPG	Review and respond to email from CFO regarding erroneous proof of claim filed by NYS Dept of Tax and Finance	0.10 37.50
05/22/14	AN	Review Proof of Claim filed on behalf of Consolidated Edison Company of New York	0.10 21.00
05/22/14	AN	Review e-mails from John Elmer and Sheryl P. Giugliano regarding Con Edison bill; review e-mail	0.20 42.00

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		from Sheryl P. Giugliano regarding letter to Con Edison; draft e-mail to Sheryl P. Giugliano regarding same		
05/22/14	AN	Draft letter to Con Edison regarding proof of claim	0.30	63.00
05/22/14	AN	draft e-mail to Sheryl P. Giugliano regarding payment of Con Ed claim and enclosing draft letter in connection with same	0.20	42.00
05/22/14	SPG	Review proof of claim filed by Con Ed against CD Stores LLC; email client regarding same	0.20	75.00
05/22/14	SPG	Review and respond to email from Andres Nunez regarding response to Con Ed proof of claim	0.20	75.00
05/23/14	AN	Review e-mail from Sheryl P. Giugliano regarding Con-Edison claim letter	0.10	21.00
05/23/14	AN	Draft e-mail to John Elmer regarding Con Edison claim	0.20	42.00
06/02/14	AN	Review Proof of Claim filed on behalf of LA County Treasurer and Tax; review e-mail from Sheryl P. Giugliano regarding same	0.10	21.00
06/02/14	SPG	Review proof of claim filed against CD Store Fox Hills by LA County Tax Collector (.2); email CFO and CEO regarding same (.1)	0.30	112.50
06/06/14	AN	Review e-mail from Sheryl P. Giugliano regarding payment of LA County Nebraska and Con Ed claims	0.10	21.00
06/06/14	SPG	Email CFO regarding Con Ed proof of claim and, LA County proof of claim	0.10	37.50
06/11/14	GRL	Review correspondence(12 emails) from John Elmer, Richard Dantas and Sheryl P. Giugliano regarding calculation of landlord claims and payment under the plan	0.60	330.00
06/11/14	SPG	Review proof of claim and schedule filed by Culver City Mall (.1); email to CFO regarding proof of claim filed by Culver City Mall (.1); review email from CEO regarding same and respond accordingly (.1)	0.30	112.50
06/16/14	GRL	Review correspondence (15 emails) from Sheryl P. Giugliano and John Elmer regarding NYC tax claim and operating reports	0.70	385.00
06/16/14	AN	Review several e-mails from Sheryl P. Giugliano, John Elmer and Richard Dantas regarding Culver City Claim	0.20	42.00
06/16/14	AN	Review several e-mails from Sheryl P. Giugliano Richard Dantas and John Elmer regarding conference call in connection with lease rejection damages	0.10	21.00
06/16/14	AN	Review Proof of Claim filed on behalf of Culver City Mall LLC	0.10	21.00

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06/16/14	AN	Review e-mail from Sheryl P. Giugliano regarding revisions to master service list in connection with filed claims; revise master service list	0.20	42.00
06/16/14	AN	Review Proof of Claim filed on behalf of NYC Department of Finance; review e-mail from Sheryl P. Giugliano to John elmer regarding same	0.10	21.00
06/16/14	AN	Review e-mail from John Elmer regarding Proof of Claim filed on behalf of NYC Department of Finance	0.10	21.00
06/16/14	AN	Review Claims and Claims Register for all entities (.3); Prepare claims analysis chart and draft e-mail to Sheryl P. Giugliano enclosing same (.4)	0.70	147.00
06/16/14	SPG	Review proof of claim filed by NYC Dept of Finance against CD Stores (.1); email CFO regarding same (.1)	0.20	75.00
06/17/14	AN	Review e-mail from Sheryl P. Giugliano enclosing letter from Virginia Department of Revenue; review letter	0.10	21.00
06/17/14	AN	Review e-mail from John Elmer enclosing Con Ed statements and proof of payment	0.10	21.00
06/17/14	SPG	Review letter from VA Dept of Tax regarding CD Store Pentagon City (.1); email to CFO regarding same (.1)	0.20	75.00
06/22/14	SPG	Review four proofs of claim filed by Simon Property (.2); compare claims to chart analyzing possible rejection damages claims (.1); draft email to client regarding same (.1)	0.40	150.00
06/23/14	AN	Review e-mail from Sheryl P. Giugliano enclosing Simon Property Claims	0.10	21.00
06/23/14	AN	Review landlord rejection claims (.4); update claims analysis chart for same and draft e-mail to Sheryl P. Giugliano enclosing same (.5)	0.90	189.00
06/25/14	GRL	Review correspondence from John elmer regarding tax claims filed and responses (.2) Review correspondence from Sheryl P. Giugliano regarding Virginia claim (.1); Review correspondence from Sheryl P. Giugliano to John Elmer regarding landlord claims(.1)	0.40	220.00
06/25/14	AN	Review e-mails from John Elmer and Sheryl P. Giugliano regarding lease rejection claims	0.10	21.00
06/25/14	SPG	Review and respond to email from CFO regarding claims analysis of landlords' claims filed	0.20	75.00
06/25/14	SPG	Review email from CFO regarding taxing authority claims filed against estate and non-debtor affiliate's accountants response to taxing authorizing in connection with claims filed (.2); email CFO	0.30	112.50

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		regarding same (.1)		
06/26/14	AN	Review amended proof of claim filed on behalf of NYS Department of Tax and Finance; update claims chart for same	0.20	42.00
06/30/14	AN	Review e-mail from Sheryl P. Giugliano regarding amended proof of claim for NYS Department of Tax and Finance	0.10	21.00
06/30/14	AN	Review e-mails from Sheryl P. Giugliano and John Elmer regarding NYS Department of Tax and Finance amended claim	0.10	21.00
06/30/14	SPG	Review amended proof of claim filed by NYS Dept of Tax and Finance (.1); review initially filed claim to compare amendments (.1); email CFO regarding same (.1)	0.30	112.50
06/30/14	SPG	Review and respond to email from CFO regarding NYS Dept of Tax and Finance proofs of claim	0.20	75.00
07/16/14	SPG	Review and respond to email from CFO regarding claims filed by taxing authorities and possible objections to be filed	0.20	75.00
07/28/14	GRL	Review correspondence from Sheryl P. Giugliano and John Elmer regarding tax claims filed and resolution (3 emails)	0.30	165.00
07/28/14	SPG	Telephone discussion with NYS Dept of Tax regarding proof of claim for sales tax (.2); email CFO regarding same (.1); review email from CFO responding to same (.1); email NYS Dept of Tax and Finance regarding satisfaction of claim and request to withdraw same (.1)	0.50	187.50
07/29/14	SPG	Begin drafting objection to NYC Dept of Finance proof of claim (.4); voicemail for Debtor's CFO regarding same (.1)	0.50	187.50
07/29/14	SPG	Begin drafting objection to NYC Dept of Finance claim	0.40	150.00
07/30/14	SPG	Continue drafting objection to NYC Department of Finance proof of claim	0.50	187.50
07/30/14	SPG	Revise claim objection to NYC Department of Finance Claim (.4); draft Declaration in Support of Objection for review by Gerard R. Luckman (.3); draft proposed order for review by Gerard R. Luckman (.2)	0.90	337.50
07/31/14	GRL	Review and revised claim objection to NYC tax claim	0.60	330.00
07/31/14	SPG	Revise objection to NYC Department of Finance claim and Declaration in Support pursuant to comments by Gerard R. Luckman	0.30	112.50
07/31/14	SPG	Review proof of claim filed by CA franchise tax board for CD Store Fox Hills and email Andres Nunez	0.30	112.50

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		regarding same		
07/31/14	SPG	Further revise objection to claim by NYC Department of Finance pursuant to comments by Gerard R. Luckman (.2); email CFO draft objection and related documents as well as claim filed by CA Franchise Tax Board (.1)	0.30	112.50
Subtotal		Claims Admin/Ob	15.40	\$5,523.50
<u>Creditors Meeting</u>				
04/29/14	SPG	Review notice of creditors meeting filed by UST's office on docket, and list of parties to be served, and email Gerard R. Luckman and Andres Nunez regarding same (.2); email client regarding creditors meeting and need to attend same (.1)	0.30	112.50
05/29/14	SPG	Confer with Gerard R. Luckman in preparation for 341(a) Meeting of Creditors (.2); prepare documents for Meeting of Creditors with UST (.3)	0.50	187.50
05/30/14	SPG	Email CFO regarding upcoming 341(a) Meeting of Creditors	0.10	37.50
05/30/14	SPG	Prepare for and attend 341(a) Meeting of Creditors with CFO	2.50	937.50
05/30/14	SPG	Meet with Debtors' CFO in preparation for 341 Meeting of Creditors	0.60	225.00
Subtotal		Creditors Meeting	4.00	\$1,500.00
<u>Fee Application</u>				
05/08/14	SPG	Revise time entries for post-petition April 2014 to comply with United States Trustee guidelines	0.70	262.50
06/11/14	SPG	Revise May 2014 time entries to conform to United States Trustee guidelines	0.40	150.00
07/28/14	SPG	Draft cover sheet for first and final fee application (.2); begin drafting first and final fee application (.2)	0.40	150.00
Subtotal		Fee Application	1.50	\$562.50
<u>General</u>				
Subtotal		General	0.00	No Charge
<u>Plan/Disclose</u>				
05/14/14	ALR	Review draft term sheet and outline for chapter 11 plan (.50); Conference with S. Giugliano re same and plan strategy (.30)	0.80	440.00
05/14/14	SPG	Draft list of documents required to confirm plan, including motion for combined hearing to preliminarily approve disclosure statement, as suggested by Court (.3); draft outline of plan terms	1.50	562.50

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05/14/14	SPG	Begin drafting plan of reorganization	0.30 112.50
05/14/14	SPG	Office meeting with Adam L. Rosen regarding strategy for terms of plan of reorganization and issues with same	0.40 150.00
05/14/14	SPG	Revise Plan Term Sheet as outline for Plan of Reorganization pursuant to discussion with Adam L. Rosen	0.70 262.50
05/14/14	SPG	Office meeting with Gerard R. Luckman regarding strategy for plan terms and other related documents to be drafted in connection with same	0.40 150.00
05/14/14	SPG	Begin drafting motion to conditionally approve Disclosure Statement and to schedule combined hearing on final approval of Disclosure Statement and confirmation of Plan	0.60 225.00
05/29/14	SPG	Telephone discussion with Chambers (2) regarding hearing dates for plan confirmation and final approval of Disclosure Statement, and hearing for conditional approval of disclosure statement	0.20 75.00
06/06/14	SPG	Continue drafting motion to conditionally approve disclosure statement	0.40 150.00
06/12/14	SPG	Revise plan term sheet for review by Gerard R. Luckman in preparation for call with client to discuss same	0.20 75.00
06/12/14	SPG	Begin drafting chapter 11 plan	1.80 675.00
06/13/14	GRL	Conference with Sheryl P. Giugliano (.2) and related conference call with client regarding funding of the plan (.5)	0.70 385.00
06/13/14	SPG	Continue drafting chapter 11 plan	0.60 225.00
06/13/14	SPG	Conference with Gerard R. Luckman (.2) and related conference call with client regarding funding of the plan (.5)	0.70 262.50
06/16/14	SPG	Revise plan of reorganization for review by Gerard R. Luckman	1.10 412.50
06/17/14	GRL	Review and revise draft plan of reorganization (.9); conference with Sheryl P. Giugliano regarding same (.5)	1.40 770.00
06/17/14	SPG	Continue revising draft Plan of Reorganization for review by Gerard R. Luckman	1.10 412.50
06/17/14	SPG	Revise Plan of Reorganization pursuant to comments by Gerard R. Luckman	1.30 487.50
06/17/14	SPG	Office meeting with Gerard R. Luckman regarding revisions to Plan	0.50 187.50
06/18/14	SPG	Further revise Plan of Reorganization pursuant to	1.20 450.00

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		discussions with Gerard R. Luckman		
06/19/14	SPG	Begin drafting Disclosure Statement for chapter 11 plan	1.80	675.00
06/20/14	SPG	Continue drafting Disclosure Statement for Plan	2.40	900.00
06/22/14	SPG	Continue drafting Disclosure Statement	1.60	600.00
06/23/14	ALR	Review and revise plan of reorganization	0.40	220.00
06/23/14	SPG	Draft liquidation analysis for Disclosure Statement to be completed by CFO	0.20	75.00
06/23/14	SPG	Revise Disclosure Statement for review by Gerard R. Luckman	1.60	600.00
06/23/14	SPG	Revise Liquidation Analysis for Disclosure Statement pursuant to discussions with Adam L. Rosen	0.10	37.50
06/24/14	GRL	Review and revise disclosure statement (.2); conference with Sheryl P. Giugliano regarding same (.2)	1.40	770.00
06/25/14	GRL	Further revise Disclosure Statement	1.10	605.00
06/25/14	SPG	Draft application to conditionally approve disclosure statement (1.3); draft proposed order for same (.4)	1.70	637.50
06/26/14	GRL	Conference with Sheryl P. Giugliano regarding comments to the disclosure statement (.30); review and revise liquidation analysis (.2); conference with Sheryl P. Giugliano regarding same (.1)	0.60	330.00
06/26/14	SPG	Confer with Gerard R. Luckman regarding revisions to Disclosure Statement and Plan	0.30	No Charge
06/26/14	SPG	Confer briefly with Gerard R. Luckman regarding revisions to liquidation analysis	0.10	No Charge
06/27/14	SPG	Revise Disclosure Statement pursuant to comments by Gerard R. Luckman (1.5); further revise Plan accordingly (.7); revise Liquidation Analysis as exhibit to Plan (.5)	2.70	1,012.50
07/02/14	GRL	Review and revised Disclosure Statement and Plan (1.1); review correspondence from Sheryl P. Giugliano to client regarding same (.1)	1.20	660.00
07/02/14	GRL	Review and revised Disclosure Statement, plan and motion for conditional approval	2.70	1,485.00
07/02/14	SPG	Review and respond to emails (2) from United States Trustee's office regarding timing for filing plan and disclosure statement, and procedure for conditional approval of disclosure statement	0.20	75.00
07/02/14	SPG	Further revise plan, disclosure statement, and liquidation analysis pursuant to additional comments by Gerard R. Luckman (1.); email client regarding same (.1)	1.10	412.50

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07/08/14	GRL	Conference call with Sheryl P. Giugliano and client regarding questions on plan and disclosure statement	0.40 220.00
07/08/14	SPG	Prepare for (.2) and attend conference call with Gerard R. Luckman, Debtor's CEO and Debtor's CFO regarding draft Plan and Disclosure Statement (.4)	0.60 225.00
07/08/14	SPG	Draft ballot with opt-out provisions for Plan	0.30 112.50
07/09/14	GRL	Review correspondence from John Elmer and Sheryl P. Giugliano regarding liquidation analysis	0.20 110.00
07/09/14	SPG	Review CFO's comments to Disclosure Statement (.3); confer with Gerard R. Luckman regarding same (.2); and revise Disclosure Statement accordingly (.3)	0.80 300.00
07/09/14	SPG	Review CFO's comments to Liquidation Analysis (.1); email CFO follow-up questions with respect to same (.1); revise Liquidation Analysis accordingly (.1)	0.30 112.50
07/09/14	SPG	Email to United States Trustee's office draft copies of plan, disclosure statement and liquidation analysis for review and comment	0.10 37.50
07/14/14	SPG	Finalize Plan and Disclosure Statement for review and execution by CFO (.2); email to CFO for review and execution (.1); revise motion for conditional approval of Disclosure Statement and proposed Order to prepare for filing (.2)	0.50 187.50
07/14/14	SPG	Telephone discussion with CFO regarding filing of Plan and Disclosure Statement (.1); ensure proper filing of Plan and Disclosure Statement (.2); finalize application for conditional approval of disclosure statement, ballot and proposed Order, and ensure proper filing and service of same (.3)	0.60 225.00
07/16/14	SPG	Review order entered conditionally approving Debtor's disclosure statement (.2); email Gerard R. Luckman and Andres Nunez regarding deadlines contained therein (.1); email CEO and CFO regarding same (.1)	0.40 150.00
07/17/14	GRL	Review UST comments and changes to disclosure statement and plan, conference with Sheryl P. Giugliano regarding changes and revising notice; review notice	0.50 275.00
07/17/14	GRL	Review revised plan and disclosure statement (.3); Review correspondence from Sheryl P. Giugliano to Debtor regarding same and Debtor's reply (.1)	0.40 220.00
07/17/14	SPG	Draft notice of plan confirmation hearing (.3); revise notice of plan confirmation hearing and prepare exhibits to same (.2); prepare solicitation package for plan confirmation hearing (.4)	0.90 337.50

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07/17/14	SPG	Telephone discussion with United States Trustee's office regarding comments to the Disclosure Statement and Plan (.3); confer with Gerard R. Luckman regarding same (.2); amend Disclosure Statement and Plan accordingly (1.2)	1.70 637.50
07/17/14	SPG	Revise Ballot (.2); and notice of entry of disclosure statement order and plan confirmation hearing (.2)	0.40 150.00
07/17/14	SPG	Confer with Gerard R. Luckman regarding first amended plan and disclosure statement (.2); further revise first amended plan and disclosure statement accordingly (.2); email client regarding same (.1)	0.50 187.50
07/21/14	SPG	Revise affidavit of service for order conditionally approving disclosure statement and related documents	0.20 75.00
Subtotal		Plan/Disclose	45.90 \$19,127.50

Ret Orders

04/28/14	SPG	Revise application, declaration in support, and proposed order to retain SilvermanAcampora as Debtors' counsel (.3); finalize 2016 Statement for review by Gerard R. Luckman (.1); email UST's office draft retention application, declaration and proposed order for review and comment (.1)	0.50 187.50
04/29/14	SPG	Review email from UST providing comments to proposed order authorizing retention of SilvermanAcampora LLP (.1); revise proposed order accordingly for review by Gerard R. Luckman (.2); email UST revised proposed order for review (.1)	0.40 150.00
04/29/14	SPG	Review email from UST approving proposed order authorizing firm's retention as Debtors' counsel (.1); finalize application, declaration and proposed order for electronic filing (.2); draft notice of presentment of retention application (.2); revise notice of presentment of retention application for review and execution by Gerard R. Luckman (.1)	0.60 225.00
04/30/14	SPG	Ensure proper filing and service of application to retain SilvermanAcampora	0.20 75.00
04/30/14	SPG	telephone discussion with Chambers regarding Judge Chapman's requirement that retention application be on for hearing (.1); draft amended notice of hearing for retention application for review and execution by Gerard R. Luckman (.2)	0.30 112.50
05/05/14	SPG	Review and respond to email from UST's office regarding hearing on application to retain SilvermanAcampora	0.20 75.00
Subtotal		Ret Orders	2.20 \$825.00

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For professional services rendered

187.20

\$65,373.00

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cohen, Melissa	0.10	0.00	\$0.00
Damoulis, Gina Maria	8.90	130.00	\$1,157.00
Giugliano, Sheryl P.	0.60	0.00	\$0.00
Giugliano, Sheryl P.	97.40	375.00	\$36,525.00
King, Sheree B.	0.60	0.00	\$0.00
Luckman, Gerard R	32.80	550.00	\$18,040.00
Nunez, Andres	1.20	0.00	\$0.00
Nunez, Andres	36.10	210.00	\$7,581.00
Rosen, Adam L	1.90	550.00	\$1,045.00
Rubino, Chris	7.00	125.00	\$875.00
Rubino, Chris	0.60	250.00	\$150.00
	<u>187.20</u>		<u>\$65,373.00</u>

Disbursements

06/30/2014	Pacer charges	160.00
06/30/2014	Pacer charges	29.60
04/24/2014	Filing Fee - 8 @ 1,213.00 each	9,704.00
04/25/2014	Photocopies	99.70
04/28/2014	Photocopies	13.60
04/28/2014	Photocopies	1.70
04/28/2014	Photocopies	17.30
04/28/2014	Photocopies	2.80
04/28/2014	Photocopies	0.80
04/28/2014	Photocopies	25.20
05/01/2014	PHOTOCOPIES	0.40
05/07/2014	PHOTOCOPIES	0.20
05/08/2014	PHOTOCOPIES	27.50
05/08/2014	PHOTOCOPIES	0.20
05/08/2014	PHOTOCOPIES	0.40
05/08/2014	PHOTOCOPIES	1.00
05/13/2014	PHOTOCOPIES	65.40
05/14/2014	PHOTOCOPIES	0.30
05/14/2014	PHOTOCOPIES	576.00
05/14/2014	PHOTOCOPIES	1.20
05/14/2014	PHOTOCOPIES	7.00

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05/14/2014	PHOTOCOPIES		0.10
05/15/2014	PHOTOCOPIES		1.00
05/15/2014	PHOTOCOPIES		0.30
05/16/2014	PHOTOCOPIES		0.60
05/16/2014	PHOTOCOPIES		1.20
05/16/2014	PHOTOCOPIES		0.10
05/20/2014	PHOTOCOPIES		3.20
05/29/2014	PHOTOCOPIES		73.70
05/29/2014	PHOTOCOPIES		10.00
05/30/2014	PHOTOCOPIES		1.40
05/30/2014	PHOTOCOPIES		0.30
06/30/2014	PHOTOCOPIES		12.00
05/20/2014	Federal Express to Office of the United States Trustee		10.54
04/24/2014	FedEx Server to:United States Bankruptcy Court		12.79
04/24/2014	FedEx Server to:United States Bankruptcy Court		12.79
04/25/2014	FedEx Server to:United States Bankruptcy Court		15.09
04/28/2014	Postage		72.87
04/29/2014	FedEx Server to:United States Bankruptcy Court		12.79
04/29/2014	FedEx Server to:Office of the United States Trustee		12.79
04/30/2014	Postage		50.82
05/13/2014	Postage		44.16
05/13/2014	Postage		0.69
05/14/2014	Postage		12.55
05/16/2014	FedEx Server to:Office of the United States Trustee		10.54
05/16/2014	FedEx Server to:Office of the United States Trustee		10.54
05/16/2014	FedEx Server to:CD Stores		10.54
06/30/2014	Postage		16.80
06/30/2014	Postage		16.80
07/14/2014	FedEx Server to:Office of the United States Trustee		15.29
07/14/2014	FedEx Server to:United States Bankruptcy Court		15.29
07/17/2014	Postage		2.03
04/24/2014	4 Season's Messenger to UST Varick St. NY, NY		145.80
05/30/2014	Subway		5.00
05/30/2014	Train		16.00
TOTAL			\$11,343.91

Disbursement Summary

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	001 Pacer charges		\$189.60
	002 Filing Fee		\$9,704.00
	007 Photocopies		\$944.60
	011 FedEx		\$10.54
	015 Postage		\$328.37
	4SEA 4 Season's Messenger		\$145.80
	SUB Subway		\$5.00
	TRA Train		\$16.00
			<hr/>
			\$11,343.91